

Company number 14214412

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

BEFB HOLDCO LIMITED ("Company")

25 August 2022 (**Circulation Date**)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the below resolution be passed as a special resolution (**Resolution**).

SPECIAL RESOLUTION

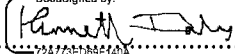
THAT, the issued share capital of the Company be reduced by cancelling and extinguishing 8,869,424 X Ordinary Shares, 230,605 Y Ordinary Shares, 2,399,177 A1 Ordinary Shares, 62,379 A2 Ordinary Shares, 348,896 B1 Ordinary Shares, 9,071 B2 Ordinary Shares, 882,503 C1 Ordinary Shares and 22,945 C2 Ordinary Shares all of £1.00 each in the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be satisfied by the allotment of shares in JML Holdco Ltd (company registration number 14236520) and Copperstone Media Ventures Ltd (company registration number: 14217011), to the current shareholders of the Company credited as fully paid.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution above.

The undersigned, persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed on behalf of the shareholders listed at Schedule 1 by **Kenneth Daly** acting under a Power of Attorney to complete a Reorganisation pursuant to Article 33.5 of the articles of association of John Mills Limited

DocuSigned by:

72A773ED68F140A.....

Date

25 August 2022
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NOTES

1. If you agree to the Resolution being passed, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Joelson LLP, 2 Marylebone Road, London NW1 4DF (FAO: Harriet McDonald).
- **Post:** returning the signed copy by post to Joelson LLP, 2 Marylebone Road, London NW1 4DF (FAO: Harriet McDonald).
- **Fax:** faxing the signed copy to 02075802251 marked "For the attention of Harriet McDonald".
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to harriet.m@joelsonlaw.com. Please enter "John Mills Limited Reorg" in the e-mail subject box.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

1. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
2. If sufficient agreement to the Resolution has not been received by 28 days after the date on which the Resolution has been circulated, the Resolution shall lapse.
3. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

Schedule 1

Shareholders
John Mills
John Mills Executive Pension Scheme
John Mills Family Trust
Ken Daly
Sarah Steele
Jane Gill
Tara Joglu
Nitin Gohil
Lakshmi Rajakumer
Isaac Obeng
Jane Pentelow
Ben Thomas
David Grier
Brian Keogh
Jess Levy
Hanh Ly
Simon Hathway
Shaun Tebble
Janie Peace
Andreas Kappes
Leon Angel
Kevin Dickens
Diego Pita
Marc Wheatley
David Karl Cooper
Louise Ball
Andrew Halstead
Joanne Hayes
Philippa James
Ian Bennington
Linda James
Mark Watkinson
Darren Spencer
Arthur Sanders
Anthony Coverdale
Stephen Payne
Stephen Webster
Richard Mason
Judith Fahey
Anthony Queenan

Ian Marriott
Victoria Clarke
David Lee
Liezl van Zyl
James Bishop
Helen Campbell
Nanda Rajput
Rob Isaac
Nigel Davies
Barry Brice
Stacie McKenrick
Sean Phelan
Garry Topping
Vikash Jetha
Keith Tebble
Daniel Parfitt
Ashleigh Henley
David Flanagan
Kelvin Lee
Ben Pereira-Mendez
Hannah Webb
Lee Ratcliffe
Jason Beck
Fergal Furey
Lee Farleigh
Lea Letherland
Stephen Murray
Ann Quigley
Claire Parker
Carol Stubbs
Cherree Brodie
Ross Gorvett
Mark Collins
Joanne Cooper
Ian McClean
Jonathan Howe
Natalie Crumbie
Abigail Heslop
David Chrisp
Emma Metcalf
Neil Woods
Jill Sehman
Elaine Francis

Kristian Gatenby
Amanda Slack
Kelly McIntosh
Karen Peacock
Liam Casey
Sean Maher
Marie Sloan
Sarah Harrison
Dean Walsh
Dean Wright
Deborah Bain
Susan Aubrey-Cound
Bob Penfold
Alastair Crowe
Jai Whiting
Dharmesh Lathigra
Chris Brink
Tim Payne